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9

10 UNITED STATES DISTRICT COURT  
11  
12 NORTHERN DISTRICT OF CALIFORNIA, SAN JOSE DIVISION

13 **IN RE HIGH-TECH EMPLOYEE**  
14 **ANTITRUST LITIGATION**

15 **THIS DOCUMENT RELATES TO:**  
16 **All Actions**  
17

**Case No. 11-CV-2509 LHK**

**DECLARATION OF ROBERTA D.  
TONELLI IN SUPPORT OF  
DEFENDANTS' JOINT RESPONSE  
TO PLAINTIFFS'  
ADMINISTRATIVE MOTION TO  
FILE UNDER SEAL**

Date Consolidated Amended Compl.  
Filed: September 13, 2011

1 I, ROBERTA D. TONELLI, declare:

2 1. I am an attorney at law, duly admitted to practice in the State of California and  
3 before this Court. I am an associate at the law firm of Jones Day, counsel for Defendant Intuit  
4 Inc. (“Intuit”) in the above-captioned action. I submit this Declaration in support of Defendants’  
5 Joint Response to Plaintiffs’ Administrative Motion to Seal Regarding Filings Related to  
6 Plaintiffs’ Motion for Application of the Per Se Standard. As one of the attorneys involved in the  
7 defense of this action, unless as otherwise stated, I have personal knowledge of the facts stated in  
8 this Declaration and if called as a witness I could and would testify competently to them.

9 2. I have reviewed the Declaration of Lisa J. Cisneros in Support of Plaintiffs’  
10 Memorandum of Law in Support of Application of the Per Se Standard and its accompanying  
11 exhibits.

12 3. As described below, the information requested to be sealed contains or  
13 summarizes Intuit’s compensation and recruiting methods, data, practices, strategies and policies.  
14 Intuit has designated this information as “CONFIDENTIAL” or “CONFIDENTIAL –  
15 ATTORNEYS’ EYES ONLY” pursuant to the Protective Order in this case. (Dk. No. 107).

16 4. As noted in the Declaration of Lisa K. Borgeson In Support of Renewed  
17 Administrative Motion to File Under Seal (Dk. No. 285), the Declaration of Mason Stubblefield  
18 in Support of Intuit’s Response Motion to Seal (Dk. No. 585-1), the Declaration of Catherine T.  
19 Zeng in Support of Renewed Administrative Motion to File Under Seal (Dk. No. 397), the  
20 Declaration of Catherine Zeng in Support of Defendants’ Response to Plaintiff’s Administrative  
21 Motion to Seal (Dk. No. 425), the Declaration of Catherine Zeng in Support of Defendants’  
22 Motion to Seal (Dk. No. 448), and the Declaration of Rowan T. Mason in Support of Defendants’  
23 Joint Response to Plaintiffs’ Administrative Motion to File Under Seal Plaintiffs’ Reply in  
24 Support of Supplemental Motion for Class Certification (Dk. No. 464), Intuit’s salary and  
25 compensation data, strategies and methods are non-public, highly sensitive and confidential, and  
26 private to Intuit and its employees.

27 5. Moreover, Intuit’s recruiting strategies, methods, data and practices, and  
28 confidential agreements are also non-public and proprietary to Intuit. Therefore, information

1 pertaining to Intuit's recruiting and compensation methods, strategies, practices and data is  
 2 confidential and public dissemination of that information could cause Intuit competitive harm.

3 6. Additionally, the February 21, 2014 Declaration of John Geering In Support of  
 4 Defendants' Response to Plaintiffs' Administrative Motion to File Under Seal (ECF No. 676)  
 5 ("2/21/14 Geering Decl."), establishes that Intuit maintained certain agreements with Google and  
 6 that certain redacted portions of those agreements are highly confidential, competitively sensitive,  
 7 and proprietary.

8 7. Specifically, Intuit seeks to keep the following redacted portions of the following  
 9 exhibits to the **Declaration of Lisa Cisneros in Support of Plaintiffs' Memorandum of Law in**  
 10 **Support of Application of the Per Se Standard** under seal:

11 8. **Exhibit 5**, which includes excerpts of the December 8, 2013 deposition of Eric L.  
 12 Talley, J.D., Ph.D., contains information derived from an agreement between Intuit and Google,  
 13 under seal. As explained in the 2/21/14 Geering Decl. (ECF No. 676), such agreements reflect  
 14 highly confidential, competitively sensitive, and proprietary information.

15 9. **Exhibit 10**, the December 11, 2013 Merits Rebuttal Report of Matthew Marx,  
 16 contains confidential information about the number of employees in certain of Intuit's specific job  
 17 titles. This is confidential Intuit information that pertains to Intuit's employee management  
 18 practices and company structure.

19 10. **Exhibit 2928**, which contains confidential information regarding an agreement  
 20 between Google and Intuit. As explained in the 2/21/14 Geering Decl. (ECF No. 676), such  
 21 agreements reflect highly confidential and competitively sensitive information.

22 11. I declare under penalty of perjury under the laws of the United States that the  
 23 foregoing is true and correct. Executed on this 14th day of April, 2014 in San Francisco,  
 24 California.

25  
 26 /S/ Roberta D. Tonelli  
 Roberta D. Tonelli